

Before the
Federal Communications Commission
Washington, D.C. 20554

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In the Matter of)

Applications of Cellco Partnership d/b/a Verizon)
Wireless and Rural Cellular Corporation)

WT Docket No. 07-208

For Consent To Transfer Control of Licenses,)
Authorizations, and Spectrum Manager Leases)File Nos. 0003155487, *et al.*, ITC-T/C-20070904-)
00358)

and)

Petitions for Declaratory Ruling that the)
Transaction Is Consistent with Section 310(b)(4))
of the Communications Act)File Nos. ISP-PDR-20070928-00011, ISP-PDR-)
20070928-00012)

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ORDER

Adopted: November 13, 2007

Released: November 13, 2007

By the Chief, Wireless Telecommunications Bureau:

1. Cellco Partnership d/b/a Verizon Wireless ("Verizon Wireless") and Rural Cellular Corporation ("RCC") (collectively, "the Applicants") have filed a series of applications¹ pursuant to Sections 214 and 310(d) of the Communications Act of 1934, as amended.² In these applications, the Applicants seek Commission approval of the transfer of control of licenses, authorizations, and spectrum manager leasing arrangements held by RCC and its subsidiaries from RCC to AirTouch Cellular ("AirTouch"), a wholly-owned indirect subsidiary of Verizon Wireless. As proposed, RCC would continue to exist after closing as a wholly-owned subsidiary of AirTouch.³ RCC would continue to own the stock of its subsidiaries, and the RCC subsidiaries would continue to hold all of the FCC authorizations and spectrum leasing arrangements that they held prior to the merger.

2. These transfer of control applications pertain to licenses for the Part 22 Cellular Radiotelephone Service, the Part 22 Common Carrier Paging Service, the Part 24 Personal Communications Service, the Part 101 Local Multipoint Distribution Service, the Part 101 Local

¹ FCC File Nos. 0003155487, *et al.*, ITC-T/C-20070904-00358.

² 47 U.S.C. §§ 214, 310(d).

³ As described in more detail in the applications, the transfer of control would take place as a result of a merger whereby Rhino Merger Sub ("Rhino Merger Sub"), a wholly-owned subsidiary of AirTouch, would be merged into RCC. At closing, the separate corporate existence of Rhino Merger Sub would cease, and RCC would be the surviving corporation.

Television Transmission Service, and the Part 101 Common Carrier Fixed Point-to-Point Microwave Service, as well as international Section 214 authorizations. The Applicants also request declaratory rulings⁴ that the proposed foreign ownership of RCC and its subsidiaries in excess of the 25 percent benchmark set forth in Section 310(b)(4) of the Communications Act is in the public interest.⁵

3. The Wireless Telecommunications Bureau ("the Bureau") placed the applications on public notice ("Public Notice") on October 11, 2007.⁶ The Public Notice established a pleading cycle regarding the above-referenced applications and petitions for declaratory ruling, with petitions to deny due November 13, 2007, oppositions due November 23, 2007, and replies due November 30, 2007.

4. On November 9, 2007, the Vermont Public Interest Research Group ("Vermont PIRG") filed a motion for extension of time, requesting an additional 90 days for the filing of petitions to deny.⁷ Vermont PIRG asserts that "[a]dditional time is necessary for the public to analyze potential effects of this merger because the merger's impact is wide-ranging and highly significant, and the current comment period is insufficient to analyze these effects and to file a thorough petition to deny."⁸ In support of its request, Vermont PIRG claims that this merger would have significant adverse effects for several reasons. For instance, it states that Verizon and RCC hold the two cellular licenses in several markets, with limited competition from other carriers in many rural areas.⁹ It also contends that RCC subscribers would lose access to analog (and, presumably, TDMA) services as early as February 18, 2008 and that most RCC subscribers will be required to transition from the current GSM network to CDMA service in approximately eighteen months. It similarly argues that the transition from GSM to CDMA would affect millions of customers of other carriers who use GSM technology.¹⁰ Vermont PIRG alleges that, "[d]espite diligent attempts to address these matters within the available window, more time is necessary,"¹¹ and the Commission should ensure that the public has adequate time to address the many issues presented.¹²

5. On November 13, 2007, Verizon Wireless and RCC filed an opposition to the Vermont PIRG Extension Motion.¹³ Verizon Wireless and RCC assert that the Vermont PIRG Extension Motion is untimely and procedurally deficient,¹⁴ is not justified,¹⁵ and would delay the benefits to the public associated with the proposed transaction.¹⁶ The Applicants allege that Vermont PIRG has not provided "any reasoned basis" for requiring additional time to respond to the Public Notice, and conclude that

⁴ ISP-PDR-20070928-00011, ISP-PDR-20070928-00012.

⁵ 47 C.F.R. § 310(b)(4).

⁶ Verizon Wireless and Rural Cellular Corporation Seek FCC Consent To Transfer Control of Licenses, Spectrum Manager Leases, and Authorizations, *Public Notice*, WT Docket No. 07-208, DA 07-4192 (rel. Oct. 11, 2007).

⁷ Motion for Extension of Time of Vermont Public Interest Research Group, WT Docket No. 07-208 (filed Nov. 9, 2007) ("Vermont PIRG Extension Motion").

⁸ *Id.* at 1.

⁹ *Id.* at 2.

¹⁰ *Id.* at 1-3.

¹¹ *Id.* at 3.

¹² *Id.*

¹³ Opposition of Cellco Partnership d/b/a Verizon Wireless and Rural Cellular Corporation to Motion for Extension of Time of Vermont Public Interest Research Group, WT Docket No. 07-208 (filed Nov. 13, 2007) ("Verizon Wireless/RCC Opposition").

¹⁴ *Id.* at 1, 2.

¹⁵ *Id.* at 1-3.

¹⁶ *Id.* at 2, 3-4.

"[t]here is, in short, no reason why the Commission should depart from settled practice and alter the comment period it set for this proceeding."¹⁷

6. The Bureau hereby grants the motion filed by Vermont PIRG. The Bureau finds that the justification offered by Vermont PIRG for a 90-day extension of the filing periods warrants grant of the requested relief and that the opposition filed by Verizon Wireless and RCC does not provide sufficient basis for rejecting the offered justification. Accordingly, petitions to deny are now due February 11, 2008; oppositions are due February 21, 2008; and replies are due February 28, 2008.

7. Accordingly, IT IS ORDERED, pursuant to sections 4(i), 303(r), and 310(d) of the Communications Act of 1934, as amended, 47 U.S.C. § 154(i), 303(r), 310(d), and sections 1.939 and 1.948 of the Commission's rules, 47 C.F.R. §§ 1.939, 1.948, that an extension of 90 days for the filing of petitions to deny, oppositions, and replies regarding the applications for transfer of control and the related petitions for declaratory ruling IS HEREBY GRANTED, and petitions to deny are due February 11, 2008, oppositions are due February 21, 2008, and replies are due February 28, 2008.

8. This action is taken under delegated authority pursuant to sections 0.131 and 0.331 of the Commission's rules, 47 C.F.R. §§ 0.131, 0.331.

FEDERAL COMMUNICATIONS COMMISSION



Fred B. Campbell, Jr.
Chief, Wireless Telecommunications Bureau

¹⁷ *Id.* at 3.